

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X	
	:
In re	:
	:
LEHMAN BROTHERS HOLDINGS INC., <i>et al.</i>	:
	:
Debtors.	:
	:
-----X	

**Chapter 11 Case No.
08-13555 (JMP)
(Jointly Administered)**

**NINTH SUPPLEMENTAL DECLARATION OF RAJIV MADAN
ON BEHALF OF BINGHAM MCCUTCHEN**

Rajiv Madan, being duly sworn, deposes and says:

1. I am an attorney and member of the firm Bingham McCutchen LLP ("Bingham" or the "Firm"), and am duly authorized to make this declaration (the "Supplemental Declaration") on the Firm's behalf. I submit this Supplemental Declaration in connection with the application of Lehman Brothers Holdings Inc. and its affiliated debtors in the above-referenced chapter 11 cases (collectively, the "Debtors") pursuant to § 327(e) and § 328(a) of title 11 of the United States Code and Rule 2014 of the Federal Rules of Bankruptcy Procedures for authorization to employ the Firm as special counsel, *nunc pro tunc*, which application was approved by the Court by order dated August 25, 2009.¹

2. This Ninth Supplemental Declaration supplements my previous declarations in support of Bingham's retention dated August 1, 2009 (Docket No. 4636) (the "August Declaration"), October 22, 2009 (Docket No. 5602), April 27, 2010 (Docket No. 8684), May 28, 2010 (Docket No. 9332), July 19, 2010 (Docket No. 10294), October 7, 2010 (Docket No. 11860), December 9, 2010 (Docket No. 13361), and March 21, 2011 (Docket No. 15204) and

¹ McKee Nelson LLP ("McKee") combined with Bingham effective August 1, 2009. McKee was retained by the Debtors prior to the combination. I submitted declarations dated October 8, 2008 and March 17, 2009 and my partner, Jeffrey Johnson, submitted a declaration dated March 10, 2009 in connection with McKee's retention. Such declarations remain applicable to the extent set forth in the August Declaration.

the declaration of my partner, Michael Levy, dated February 18, 2010 (together with the August Declaration, collectively, the “Previous Declarations”). The primary purpose of this Ninth Supplemental Declaration is to make additional disclosures which may be required by the Bankruptcy Code and the Bankruptcy Rules.

**Bingham’s Connections to Parties In Interest
In Matters related to the Debtors’ Chapter 11 Cases**

3. In certain of the Previous Declarations, I disclosed that Bingham represents clients whose interests are adverse to the Debtors and identified those clients (the “Bingham Client List”). The Bingham Client List is hereby supplemented to include WCAS Fraser Sullivan Investment Management LLC (“WCAS”).

4. Except as specifically set forth herein, this Supplemental Declaration does not modify the statements in the Previous Declarations. I note that Bingham personnel providing services for WCAS are and will continue to be bound by the same procedures outlined in the August Declaration, including, without limitation, the ethical wall procedures. I will supplement this Supplemental Declaration to the extent additional relevant information becomes available during the pendency of these cases.

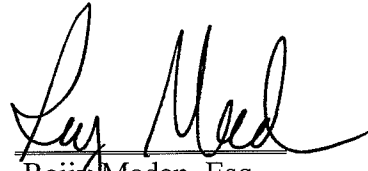
**Bingham’s Connections to Parties In Interest
In Matters Unrelated to the Debtors’ Chapter 11 Cases**

5. In certain of the Previous Declarations, I included a list of Parties in Interest (as defined therein) that Bingham has represented within the past two years, or currently represents, in matters unrelated to the Debtors’ chapter 11 cases. This list is hereby supplemented to include those parties listed in Schedule 2.

6. Except as specifically set forth herein, this Supplemental Declaration does not modify the statements in the Previous Declarations. I will supplement this Supplemental

Declaration to the extent additional relevant information becomes available during the pendency of these cases.

7. Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct, and that this Supplemental Declaration was executed on June 1, 2011.



Rajiv Madan, Esq.
Partner
Bingham McCutchen, LLP

SCHEDULE 2

LEHMAN BROTHERS HOLDINGS INC., *ET AL.*

SCHEDULE OF PARTIES IN INTEREST THAT CURRENTLY EMPLOY OR HAVE FORMERLY
EMPLOYED (WITHIN THE LAST TWO YEARS) BINGHAM MCCUTCHEN LLP IN MATTERS
UNRELATED TO THE DEBTORS OR THEIR CHAPTER 11 CASES²

INTERESTED PARTY	RELATIONSHIP TO THE DEBTORS	CLIENTS AND THEIR AFFILIATES (OR POTENTIAL AFFILIATES)
Bank of China	Non-Adverse Party	Bank of China International Bank of China International (USA)
Svenska Handelsbanken	Non-Adverse Party	Alecta Pensionsförsäkring AB

² The disclosure of stockholder interests or other affiliate relationships among potentially related entities reflects only information known to Bingham through its conflict reporting system. Bingham has not performed independent research to confirm any affiliate relationships that may be implied by this disclosure or to identify all stockholder interests or other affiliate relationships with respect to interested parties. Moreover, Bingham has not disclosed representations of trade associations and similar industry or special interest organizations in which interested parties are members.